



Entered on Docket
November 01, 2007

A handwritten signature in dark ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

USA CAPITAL REALTY ADVISORS,
LLC,

USA CAPITAL DIVERSIFIED TRUST
DEED FUND, LLC,

USA CAPITAL FIRST TRUST DEED
FUND, LLC,

USA SECURITIES, LLC,

Debtors.

) Case No. BK-S-06-10725-LBR
) Case No. BK-S-06-10726-LBR
) Case No. BK-S-06-10727-LBR
) Case No. BK-S-06-10728-LBR
) Case No. BK-S-06-10729-LBR

CHAPTER 11

Jointly Administered Under Case No. BK-S-06-10725 LBR

Date: April 26, 2007
Time: 9:30 a.m

Affecting:

☐ All Cases

or Only:

☒ USA Commercial Mortgage Company

☐ USA Capital Realty Advisors, LLC

☐ USA Capital Diversified Trust Deed Fund, LLC

☐ USA Capital First Trust Deed Fund, LLC

☐ USA Securities, LLC

**ORDER SUSTAINING FIRST OMNIBUS OBJECTION OF THE USACM
LIQUIDATING TRUST TO CLAIMS ASSERTING PRIORITY STATUS EXCEPT
PROOF OF CLAIM NO. 10725-0003 FILED BY CDW COMPUTER CENTERS
INC. AND PROOF OF CLAIM NO. 10725-01577 FILED BY LORENE AND
HOWARD CONNELL**

The USACM Liquidating Trust (the "USACM Trust") filed its First Omnibus Objection to Claims Asserting Priority Status [DE 3257] (the "Objection") on March 23, 2007. Appropriate notice of the Objection was given. Responses to the Objection were filed with this Court as follows:

- Response filed by CDW Computer Centers, Inc. pertaining to Claim No. 10725-0003 [DE 3427]. An Order Approving Stipulation with counsel allowing the claim as an administrative priority claim in the amount of \$1,381.30 was signed by this Court on May 9, 2007 [DE 3699]. Counsel deleted CDW Computer Center's claim from the exhibit to the First Omnibus Objection to Claims Asserting Priority Status attached to this Order.

- Response filed by Lorene and Howard Connell pertaining to Claim No. 10725-01577 [DE 3516]. An Order Approving Stipulation with Howard and Lorene Connell allowing the claim as a priority claim in the amount of \$249.87 and the balance of \$214.76 as an unsecured non-priority claim was signed by this Court on July 17, 2007 [DE 4181]. Counsel deleted the Connells' claim from the exhibit to the First Omnibus Objection to Claims Asserting Priority Status attached to this Order.

No other responses were filed with this Court. The Objection came before the Court for hearing on April 26, 2007 at 9:30 a.m. Good cause appearing, it is

ORDERED:

- Sustaining the USACM Trust's First Omnibus Objection to Claims Asserting Priority Status listed on Exhibit A attached;

- Reclassifying the Proofs of Claim listed on Exhibit A attached as general unsecured claims; and

1 • Reserving the right of any party in interest, including the USACM Trust, to
2 further object to any and all claims listed on Exhibit A attached as unsecured claims or
3 otherwise, whether or not the subject of this Objection.

4 ###

5 **PREPARED AND SUBMITTED:**


6 **LEWIS AND ROCA LLP**

7
8 By: /s/ RC (#0006593)
9 Susan M. Freeman
 Rob Charles
10 Attorneys for USACM Liquidating Trust

11 **APPROVED/DISAPPROVED**

12 
13 Howard Connell

11 **APPROVED/DISAPPROVED**

12 
13 Lorene Connell

14 **APPROVED/DISAPPROVED**
15 **CDW COMPUTER CENTERS, INC.**

16 By: Phyllis A. Hayes
17 Receivable Management Services
18 Agent for CDW Computer Centers, Inc.

• Reserving the right of any party in interest, including the USACM Trust, to further object to any and all claims listed on Exhibit A attached as unsecured claims or otherwise, whether or not the subject of this Objection.

###

PREPARED AND SUBMITTED:

LEWIS AND ROCA LLP

By: /s/ RC (#0006593)
Susan M. Freeman
Rob Charles
Attorneys for USACM Liquidating Trust

APPROVED/DISAPPROVED

APPROVED/DISAPPROVED

Howard Connell

Lorene Connell

~~APPROVED/DISAPPROVED~~ *ph*
CDW COMPUTER CENTERS, INC.

By: *Phyllis A. Hayes*
Phyllis A. Hayes
Receivable Management Services
Agent for CDW Computer Centers, Inc.

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

In accordance with Local Rule 9021, the undersigned certifies:

- ☐ The Court waived the requirements of LR 9021.
- ☒ I have delivered a copy of this proposed order to all attorneys and unrepresented parties who have appeared at the hearing regarding this matter and/or who filed a written objection and each has:
 - ☒ approved the form of this order;
 - ☐ waived the right to review the order;
 - ☐ failed to file and serve papers in accordance with LR 9021(c); and/or
 - ☐ failed to sign and return this proposed order within five (5) business days in accordance with LR 9021(b).
- ☐ I have delivered a copy of this proposed order to all attorneys and unrepresented parties who appeared at the hearing regarding this matter and/or who filed a written objection and all have either approved the form of this order, waived the right to review the order, failed to file and serve papers in accordance with LR 9021(c) and the following have disapproved the form of the order:
- ☐ No opposition was filed to the motion and no other party or counsel appeared at the hearing (none required).

LEWIS AND ROCA LLP

By: /s/ RC (#0006593)
Susan M. Freeman
Rob Charles
Attorneys for USACM Liquidating Trust

Exhibit A
USA COMMERCIAL MORTGAGE

1st Objection to Claimants Asserting Priority Status - Reclassify as General Unsecured Claims

<u>Claimant</u>	<u>Proof of Claim Number</u>	<u>Date Claim Filed</u>	<u>Proof of Claim Amount</u>	<u>Proof of Claim Priority Asserted</u>	<u>Proposed Treatment/ Comments</u>
1 Adams, Brian M 525 So 6Th St Las Vegas, Nv 89101	10725-01202	11/8/2006	\$325,000.00	S P, U -unknown	Claim is not entitled to priority status and should be classified as a general unsecured claim.
2 Adams, Herman M., Brian M., and Anthony G. 1341 Cashman Dr Las Vegas, Nv 89102	10725-01226	11/8/2006	\$3,625,000.00	S U, P - unknown	Claim is not entitled to priority status and should be classified as a general unsecured claim.
3 Adams, Herman & Brian M & Anthony G 1341 Cashman Dr Las Vegas, Nv 89102	10725-01274	11/8/2006	\$2,088,250.00	S P U -- unknown	Claim is not entitled to priority status and should be classified as a general unsecured claim.
4 Adams, Karen 15026 Starbuck St Whittier, CA 90603-2251	10725-01075	11/7/2006	\$53,900.08	S, P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
5 Adams, Karen 15026 Starbuck St Whittier, CA 90603	10725-01076	11/7/2006	\$53,900.08	S, P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
6 Addes Ira, Kenneth 100 W Broadway Apt 7V Lona Beach, Nv 11561-4019	10725-01620	12/8/2006	\$113,416.64	S, P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
7 Addes Trust Kenneth & Victoria Addes Ttees 100 W Broadway Apt 7V Lona Beach, NY 11561	10725-01621	12/8/2006	\$86,511.56	S, P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
8 Addes Trust Kenneth & Victoria Addes Ttees 100 W Broadway Apt 7V Lona Beach, NY 11561	10725-01622	12/8/2006	\$54,774.53	S, P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
9 Arthur & Thelma Kebble Family Trust C/O Arthur & Thelma Kebble Ttees 9512 Salem Hills Ct Las Vegas, NV 89134-7883	10725-01177	11/10/2006	\$327,563.97	S, P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.

1st Objection to Claims
Asserting Priority

EXHIBIT A

10	Baginski, Michael 12881 Knott St, # 205 Garden Grove, Ca 92841	10725-01150	11/9/2006	\$288,283.00	S, P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
11	Barcia, Daniel 1600 Picket Ct Reno, NV 89521	10725-02206	1/8/2007	\$14,309.00	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
12	Belacio, Raymond 1533 Shady Rest Dr Henderson, Nv 89013	10725-00240	9/26/2006	\$250,000.00	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
13	Benedict E & Roselyn N Urban Family Trt Did 2/3/04 Benedict & Roselyn Urban Ttees 2691 Evergreen Oaks Dr Henderson, NV 89052-7060	10725-01670	12/11/06	\$8,215.28	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
14	Berry, Donald 408 Wasatch Cir Fernlev, Nv 89408	10725-00273	9/27/2006	Unknown	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
15	Boyce 1989 Trust C/O Kathleen A Boyce Trustee 16865 Rue Du Parc Reno, NV 89511-4575	10725-02323	1/13/2007	\$304,300.00	S, P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
16	Boyce II, William 3448 Monte Carlo Dr Las Vegas, NV 89121	10725-01439	11/14/2006	\$18,315.59	S, P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
17	Brooks, Robert E & Candith 1405 14Th Ave Sw Minot, Nd 58701-5781	10725-00519	10/10/2006	\$54,000.00	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
18	Bruce Living Trust C/O Don & Kim Bruce Ttees 1761 Montelena Ct Carson Citv, NV 89703-8375	10725-01343	11/13/2006	\$25,381.95	S, P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
19	Castillo, Tito 13390 Parkside Ter Cooper Citv, FL 33330	10725-01555	12/6/2006	\$423,845.13	S P U -unknown	Claim is not entitled to priority status and should be classified as a general unsecured claim.

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21	Clark, Donald 305 W Moana Ln Reno, NV 89509	10725-01601	12/8/2006	\$775,918.76	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
22						
23	Davis, Todd 360 W 55th St. Apt 1G New York, NY 10019	10725-01481	11/28/2006	\$10,910.11	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
24	Di Salvo, Anne F Po Box 18220 Reno, NV 89511-0220	10725-00896	11/1/2006	\$11,905.13	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
25	Dr Melody A Pfingsten & Crystal Wittich 43613 Southerland Way Fremont, CA 94539-5933	10725-00805	10/30/2006	\$55,443.90	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
26	Duane U Deverill Family Trust Dtd 10/25/90 Trust 1 C/O Duane U Deverill Trustee 774 Mays Blvd Ste 10 Pmb 186 Incline Village, NV 89451-9613	10725-00405	10/2/2006	\$227,998.41	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
27	Dupin, William & Penny 545 Cole Cir Incline Village, NV 89451-8108	10725-00428	10/4/2006	\$12,951.80	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
28	Dupin, William & Penny 545 Cole Cir Incline Village, NV 89451-8108	10725-00429	10/4/2006	\$28,804.73	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
29	Dupin, William & Penny 545 Cole Cir Incline Village, NV 89451-8108	10725-00430	10/4/2006	\$10,238.91	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
30	Earl & Dorothy Wigert 1994 Revocable Tr C/O Earl Wigert Trustee 3115 Merrill Dr Torrance, CA 90503-7128	10725-01568	12/7/2006	\$1,119.44	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.

31	Elias Family Trust Dtd 5/19/04 C/O Donna M Elias Successor Ttee 9900 Wilbur May Pkwy Apt 502 Reno. Nv 89521-4014	10725-00545	10/10/2006	\$125,000.00	P, U	Claim is not entitled to priority status and should be classified as a general unsecured claim.
32	Esteves, Douglas A. 4500 S. Lakeshore Dr., Ste. 322 Tempe, AZ 85282	10725-00631	10/19/2006	Blank	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
33	Evans, Richard Z 10409 Summershade Ln Reno. NV 89521-5168	10725-01438	11/14/2006	\$153,283.00	S, P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
34	Fanelli, John J & Gina A 27 Larch St Fitchbura. MA 01420-2009	10725-01339	11/10/2006	\$102,500.00	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
35	Fanelli, John J & Gina A 27 Larch St Fitchbura. MA 01420-2009	10725-01340	11/10/2006	\$200,000.00	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.
36	Fanelli, John J & Gina A 27 Larch St Fitchbura. MA 01420-2009	10725-01341	11/10/2006	\$500,000.00	P	Claim is not entitled to priority status and should be classified as a general unsecured claim.